

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,
as representative of
THE COMMONWEALTH OF PUERTO RICO et al.,
Debtors.¹

PROMESA
Title III
No. 17 BK 3283-LTS
(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR PUERTO RICO,
as representative of
PUERTO RICO ELECTRIC POWER AUTHORITY,
Debtor.

PROMESA
Title III
No. 17 BK 4780-LTS
(Jointly Administered)

**ORDER EXTENDING TIME FOR THE PUERTO RICO
ELECTRIC POWER AUTHORITY TO ASSUME OR REJECT UNEXPIRED LEASES OF
NONRESIDENTIAL REAL PROPERTY PURSUANT TO BANKRUPTCY CODE SECTION 365(D)(4)**

Upon the Debtor's *Motion for Entry of Order Extending Time to Assume or Reject
Unexpired Leases of Nonresidential Real Property Pursuant to Bankruptcy Code
Section 365(d)(4)* (Docket Entry No. 1518 in Case No. 17-3283) (the "Motion"), the *Order*

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17-BK-3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17-BK-3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17-BK-3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17- BK-4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19- BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

Extending Time to Assume or Reject Unexpired Leases of Nonresidential Real Property Pursuant to Bankruptcy Code Section 365(d)(4) (Docket Entry No. 19718 in Case No. 17-3283), and the *Notice of Presentment of Order Extending Time for the Puerto Rico Electric Power Authority to Assume or Reject Unexpired Leases of Nonresidential Real Property Pursuant to Bankruptcy Code Section 365(d)(4)* (Docket Entry No. 23190 in Case No. 17-3283 and Docket Entry No. 3138 in Case No. 17-4780) (the “Notice of Presentment”);² and the Court having found it has subject matter jurisdiction over this matter pursuant to section 306(a) of PROMESA; and it appearing that venue is proper pursuant to section 307(a) of PROMESA; and the Court having found that the extension of the deadlines, as set forth herein, is appropriate, and the relief requested is in the best interests of PREPA, its creditors, and other parties in interest, it is hereby ORDERED that:

1. The deadline for PREPA to assume or reject any of the Real Property Leases listed on **Exhibit A** hereto is extended until the earlier of (i) January 1, 2024, (ii) the date of expiration or termination of such leases pursuant to their own terms, or (iii) the date on which a plan of adjustment for PREPA becomes effective, without prejudice to PREPA’s right to seek further extensions as contemplated by Bankruptcy Code section 365(d)(4)(B)(ii), or (y) the right of any party in interest to object to such requested extensions.

2. Attached hereto as **Exhibit B** is a list of additional Real Property Leases for which the respective landlords have been sent a request for a consensual extension of the PREPA’s time to assume or reject pursuant to section 365(d)(4) of the Bankruptcy Code until the earlier of (i) January 1, 2024, (ii) the date of expiration or termination of such leases pursuant to their own terms, or (iii) the date on which a plan of adjustment for PREPA becomes effective, with an

² Capitalized terms used but not otherwise defined herein have the meanings given to them in the Motion or the Notice of Presentment.

indication that they will have been deemed to consent absent an affirmative indication that they do not consent as requested, and for which no such consent or lack of consent has been indicated as of the date of presentment of this Order. The deadline for PREPA to assume or reject any of the Real Property Leases listed on **Exhibit B** is hereby extended until the earlier of (i) January 1, 2024, (ii) the date of expiration or termination of such leases pursuant to their own terms, or (iii) the date on which a plan of adjustment for PREPA becomes effective, without prejudice to (x) PREPA's right to seek further extensions as contemplated by section 365(d)(4)(B)(ii) of the Bankruptcy Code, or (y) the right of each landlord on **Exhibit B** to assert that its consent was not validly provided.

3. PREPA may submit further orders on the Motion with respect to additional landlords who may in the future consent to an extension of the PREPA's deadline to assume or reject Real Property Leases under section 365(d)(4) of the Bankruptcy Code until seven days prior to the expiration of PREPA's respective deadline in accordance with the presentment procedures set forth in the *Sixteenth Amended Notice, Case Management and Administrative Procedures* (Docket Entry No. 20190-1 in Case No. 17-3283).

4. Nothing in the Motion or this Order shall be deemed or construed as (i) an assumption or rejection of any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code, or (ii) an admission with respect to whether any of PREPA's contracts or leases is an unexpired lease of nonresidential real property within the meaning of section 365(d) of the Bankruptcy Code. The relief granted by this Order shall not affect PREPA's rights to assume, assume and assign, or reject any Real Property Leases.

5. This Court retains exclusive jurisdiction with respect to all matters arising from or

related to the implementation, interpretation, and enforcement of this Order.

6. This Order resolves Docket Entry No. 23190 in Case No. 17-3283 and Docket Entry No. 3138 in Case No. 17-4780.

SO ORDERED.

Dated: January 11, 2023

/s/ Laura Taylor Swain
LAURA TAYLOR SWAIN
United States District Judge